

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	<b>:</b>	<b>Chapter 11</b>
<b>SEARS HOLDINGS CORPORATION, <i>et al.</i>,</b>	<b>:</b>	<b>Case No. 18-23538 (RDD)</b>
<b>Debtors.</b>	<b>:</b>	<b>(Jointly Administered)</b>
	<b>:</b>	

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**ORDER GRANTING ADMISSION TO PRACTICE, *PRO HAC VICE***

Upon the motion of Joseph D. Frank to be admitted, *pro hac vice*, to represent Bottling Group, LLC and Frito-Lay North America, Inc. (the “Clients”) in the above referenced cases, and upon the movant’s certification that the movant is a member in good standing of the bar in the State of Illinois and the bar of the U.S. District Court for the Northern District of Illinois, it is hereby

**ORDERED**, that Joseph D. Frank, Esq., is admitted to practice, *pro hac vice*, in the above referenced cases to represent the Clients, in the United States Bankruptcy Court for the Southern District of New York, provided that the filing fee has been paid.

Dated: November 8, 2018  
White Plains, New York

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/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE